

RECORDATION NO. 30355-A

DEC 19 12 -3 50 PM

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December 18, 2012

FIRST UNION RAIL

One O'hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018-4214

Tel 847.318 7575
Fax 847 318 7588
www.firstunionrail.com

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W., Suite 100
Washington, DC 20423-0001
Re: Documents for Rail Recordation

Re: Memorandum of Lease Termination

Dear Section Chief

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are three (3) originals of a Memorandum of Lease Termination dated December 17, 2012, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Memorandum of Lease which was duly filed on August 24, 2012 at 3 06 p m with the Surface Transportation Board under Recordation Number 30355.

The names and addresses of the parties to the enclosed document are.

Lessor: First Union Rail Corporation
One O'Hare Centre
6250 N River Road, Suite 5000
Rosemont, IL 60018

Lessee: The Louisiana and North West Railroad Company, Inc
c/o Patriot Rail Corp
One Boca Place, 2250 Glades Rd, Ste. 342 W
Boca Raton, FL 33431

The enclosed document is for one hundred twenty-two (122) gondola cars, having NOKL and SMW marks (see Exhibit A for car numbers) which have been terminated in all respects and are no longer covered under the Lease

A short summary of the document to appear in the index follows: Memorandum of Lease Termination

Also enclosed is a check in the amount of \$42.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Sincerely,

Marcia Dunne
Senior Documentation Specialist

Enclosures

(LNW004)

DEC 19 '12 - 3 50 PM

MEMORANDUM OF LEASE TERMINATION

SURFACE TRANSPORTATION BOARD

December 17, 2012 THIS MEMORANDUM OF LEASE TERMINATION (the "Memorandum") dated as of is made by First Union Rail Corporation (the "Lessor"), a North Carolina corporation, and pertains to that certain Lease Agreement dated as of May 7, 2012, and Rider No. 1 dated May 7, 2012 (collectively, the "Lease"), between Lessor and The Louisiana and North West Railroad Company, Inc (the "Lessee"), a Louisiana corporation.

W I T N E S S E T H:

WHEREAS, Lessor and Lessee entered into the Lease whereby Lessor has agreed to lease to Lessee certain railcars (the "Equipment") as more particularly described in on Exhibit A attached hereto, and,

WHEREAS, Lessor and Lessee entered into certain Memorandum of Lease, evidencing the above-described Lease of such Equipment, which was filed at the Surface Transportation Board on August 24, 2012 at 3:06 p.m with recordation number 30355.

WHEREAS, certain Equipment has been released and is no longer covered under the Lease, and,

NOW, THEREFORE, the Lessor desires to clarify the public record state as follows:

1. This Notice serves as notice that the Equipment listed on the attached Exhibit A as evidenced by the Memorandum of Lease filed with the Surface Transportation Board, has been terminated in all respects.
2. All of the interest of the Lessee, its successors and assigns, in the Equipment listed on Exhibit A arising pursuant to the Lease has been terminated.
3. Lessor wishes to record this Notice of Termination of Lease and Termination of Memorandum of Lease so as to release the lien with respect to the Equipment

IN WITNESS WHEREOF, Lessor has caused this Memorandum to be duly executed by its respective officer duly authorized as of the date and year first above written, that he holds the title indicated below and that the execution of this Memorandum was the free act and deed of its corporation

LESSOR:

FIRST UNION RAIL CORPORATION

Name Richard F Seymour

Title Vice President Sales & Marketing

Signature: Richard F. Seymour

**EXHIBIT A
TO
MEMORANDUM OF LEASE TERMINATION**

NUMBER OF CARS: One hundred twenty two (122)

DESCRIPTION OF CARS Gondola Cars

CAR NUMBERS

1 NOKL 310823	32 NOKL 315308	63 NOKL 315874	94 SMW 315461
2 NOKL 310885	33 NOKL 315614	64 NOKL 316012	95 SMW 315465
3 NOKL 311041	34 NOKL 315634	65 NOKL 316030	96 SMW 315467
4 NOKL 311154	35 NOKL 315802	66 NOKL 316051	97 SMW 315496
5 NOKL 311173	36 NOKL 315803	67 NOKL 316057	98 SMW 315497
6 NOKL 311260	37 NOKL 315804	68 NOKL 316058	99 SMW 315505
7 NOKL 311298	38 NOKL 315806	69 NOKL 316065	100 SMW 315508
8 NOKL 314920	39 NOKL 315810	70 NOKL 316069	101 SMW 315516
9 NOKL 315000	40 NOKL 315815	71 NOKL 316089	102 SMW 315531
10 NOKL 315004	41 NOKL 315824	72 NOKL 316117	103 SMW 315544
11 NOKL 315005	42 NOKL 315825	73 NOKL 316123	104 SMW 315564
12 NOKL 315007	43 NOKL 315827	74 NOKL 316215	105 SMW 315569
13 NOKL 315008	44 NOKL 315834	75 NOKL 323001	106 SMW 315577
14 NOKL 315009	45 NOKL 315836	76 NOKL 323004	107 SMW 315594
15 NOKL 315012	46 NOKL 315838	77 NOKL 323010	108 SMW 316006
16 NOKL 315014	47 NOKL 315839	78 NOKL 323017	109 SMW 316011
17 NOKL 315015	48 NOKL 315840	79 NOKL 323052	110 SMW 316017
18 NOKL 315017	49 NOKL 315843	80 NOKL 323053	111 SMW 316021
19 NOKL 315018	50 NOKL 315846	81 NOKL 323070	112 SMW 316027
20 NOKL 315023	51 NOKL 315851	82 NOKL 323071	113 SMW 316028
21 NOKL 315026	52 NOKL 315854	83 NOKL 323074	114 SMW 316043
22 NOKL 315030	53 NOKL 315856	84 NOKL 323075	115 SMW 316066
23 NOKL 315032	54 NOKL 315858	85 NOKL 323076	116 SMW 316071
24 NOKL 315033	55 NOKL 315859	86 NOKL 323104	117 SMW 316073
25 NOKL 315036	56 NOKL 315860	87 NOKL 323107	118 SMW 316084
26 NOKL 315040	57 NOKL 315862	88 NOKL 323141	119 SMW 316091
27 NOKL 315041	58 NOKL 315864	89 SMW 314913	120 SMW 316094
28 NOKL 315047	59 NOKL 315865	90 SMW 315085	121 SMW 316101
29 NOKL 315111	60 NOKL 315866	91 SMW 315088	122 SMW 316102
30 NOKL 315202	61 NOKL 315867	92 SMW 315098	
31 NOKL 315208	62 NOKL 315872	93 SMW 315246	